

**UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA**

-----X

In re:

Chapter 11

**CIRCUIT CITY STORES, INC., et al.,**

Case No. 08-35653 (KRH)

Debtors.

(Jointly Administered)

-----X

**NOTICE REGARDING TRANSFER OF CLAIM NO. 7390**  
**PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 3001(e)(2)**

To: Olympus Imaging America Inc. AKA to Debtors as Olympus Corporation  
3500 Corporate Parkway  
Center Valley, PA 18034  
Attn: Andrew St. Clair / Steve Renschen

Your right, title, and interest in and to the unsecured claim evidenced by proof of claim no. **7390**, date-stamped **January 28, 2009**, filed against Circuit City Stores, Inc., a debtor in the above-captioned case, in the total filed amount of **\$17,367,527.47** (the first page of which proof of claim is attached hereto as Exhibit A), pursuant to the terms of the Evidence of Transfer of Claim attached hereto as Exhibit B, to Southpaw Credit Opportunity Master Fund LP ("Transferee"), its successors and assigns, with offices located at:

Southpaw Credit Opportunity Master Fund LP  
2 West Greenwich Office Park, 1st Floor  
Greenwich, CT 06831  
Tel: (203) 862-6208  
Fax: (203) 862-6201  
Attn: Jeff Cohen, Bob Thompson

No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE YOU MUST FILE A WRITTEN OBJECTION WITH:**

Clerk of the Court  
U.S. Bankruptcy Court  
Eastern District of Virginia  
701 East Broad Street  
Richmond, VA 23219-1888

SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE.

Refer to Internal Control No. \_\_\_\_\_ in your objection.

IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED.

IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFEREE WILL BE  
SUBSTITUTED ON OUR RECORDS AS THE CLAIMANT.

\_\_\_\_\_  
Clerk of the Court

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on  
\_\_\_\_\_, 2010.

INTERNAL CONTROL NO. \_\_\_\_\_

Copy to Transferee: \_\_\_\_\_

Claims Agent Noticed: \_\_\_\_\_

\_\_\_\_\_  
Deputy Clerk

**EXHIBIT A**

**Proof of Claim No. 7390**

COPY

B 10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA		PROOF OF CLAIM
<p style="text-align: center;">Debtor against which claim is asserted: (Check only <u>one</u> box below:)</p> <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input checked="" type="checkbox"/> Circuit City Stores, Inc. (Case No. 08-35653)  <input type="checkbox"/> Circuit City Stores West Coast, Inc. (Case No. 08-35654)  <input type="checkbox"/> InterTAN, Inc. (Case No. 08-35655)  <input type="checkbox"/> Ventoux International, Inc. (Case No. 08-35656)  <input type="checkbox"/> Circuit City Purchasing Company, LLC (Case No. 08-35657)  <input type="checkbox"/> CC Aviation, LLC (Case No. 08-35658)                 </div> <div style="width: 33%;"> <input type="checkbox"/> CC Distribution Company of Virginia, Inc. (Case No. 08-35659)  <input type="checkbox"/> Circuit City Stores PR, LLC (Case No. 08-35660)  <input type="checkbox"/> Circuit City Properties, LLC (Case No. 08-35661)  <input type="checkbox"/> Orbyx Electronics, LLC (Case No. 08-35662)  <input type="checkbox"/> Kinzer Technology, LLC (Case No. 08-35663)  <input type="checkbox"/> Courchevel, LLC (Case No. 08-35664)                 </div> <div style="width: 33%;"> <input type="checkbox"/> Abbott Advertising, Inc. (Case No. 08-35665)  <input type="checkbox"/> Mayland MN, LLC (Case No. 08-35666)  <input type="checkbox"/> Patapsco Designs, Inc. (Case No. 08-35667)  <input type="checkbox"/> Sky Venture Corporation (Case No. 08-35668)  <input type="checkbox"/> XSSstuff, LLC (Case No. 08-35669)  <input type="checkbox"/> PRAHS, INC. (Case No. 08-35670)                 </div> </div>		
<p><small>NOTE: This form should not be used to make a claim for administrative expenses arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503(a).</small></p>		
<p>Name of Creditor (the person or other entity to whom the debtor owes money or property):  <b>Olympus Imaging America Inc AKA to Debtor as Olympus Corporation</b></p> <p>Name and address where notices should be sent:  <b>Olympus Imaging America Inc AKA to Debtor as Olympus Corporation                  Andrew St Clair                  3500 Corporate Pkwy                  Center Valley PA 18034</b></p> <p style="text-align: right;">NameID: 4940868      PackID: 450836</p> <p style="text-align: right;">Telephone number:</p>		<p><input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.</p> <p>Court Claim Number: _____                  (If known)</p> <p>Filed on: _____</p>
<p>Name and address where payment should be sent (if different from above):</p> <p style="text-align: right;">Telephone number:</p>		<p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</p> <p><input type="checkbox"/> Check this box if you are the debtor or trustee in this case.</p>
<p>1. Amount of Claim as of Date Case Filed: <u>\$ 17,367,527.47</u></p> <p>If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.</p> <p>If all or part of your claim is entitled to priority, complete item 5.</p> <p><input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.</p>		<p>5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.</p> <p>Specify the priority of the claim.</p> <p><input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).</p> <p><input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtors business, whichever is earlier — 11 U.S.C. § 507(a)(4).</p> <p><input type="checkbox"/> Contributions to an employee benefit plan — 11 U.S.C. § 507(a)(5).</p> <p><input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use — 11 U.S.C. § 507(a)(7).</p> <p><input type="checkbox"/> Taxes or penalties owed to governmental units — 11 U.S.C. § 507(a)(8).</p> <p><input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).</p> <p style="text-align: right;">Amount entitled to priority: \$ _____</p> <p><small>*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment</small></p>
<p>2. Basis for Claim: <u>Goods Sold</u>                  (See instruction #2 on reverse side.)</p>		
<p>3. Last four digits of any number by which creditor identifies debtor: <u>21091</u></p> <p>3a. Debtor may have scheduled account as: _____                  (See instruction #3a on reverse side.)</p>		
<p>4. Secured Claim (See instruction #4 on reverse side.)                  Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.</p> <p>a. Nature of property or right of setoff: <input type="checkbox"/> Real Estate    <input type="checkbox"/> Motor Vehicle    <input type="checkbox"/> Other                  Describe: _____</p> <p>Value of Property: \$ _____ Annual Interest Rate ____ %</p> <p>Amount of arrearage and other charges as of time case filed included in secured claim,                  if any: \$ _____ Basis for perfection: _____</p> <p>Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____</p>		
<p>6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.</p> <p>7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.)</p> <p>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</p> <p>If the documents are not available, please explain:</p>		<p style="text-align: center; font-weight: bold; font-size: 1.2em;">RECEIVED</p> <p style="text-align: center; font-weight: bold; font-size: 1.2em;">JAN 28 2009</p> <p style="text-align: center; font-weight: bold; font-size: 0.8em;">KURTZMAN CARSON CONSULTANTS</p>
<p>Date: <u>1-22-09</u></p> <p>Signature: the person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.</p> <p style="text-align: center;">CFO and Treasurer </p>		

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



0835653081217220344161479

**EXHIBIT B**

**Evidence of Transfer of Claim**

**EVIDENCE OF TRANSFER OF CLAIM**

TO: THE DEBTOR AND THE BANKRUPTCY COURT

Claim #: 7390, 9006

For good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, Olympus Corporation of the Americas, (the "Seller") its successors and assigns, does hereby unconditionally and irrevocably sell, transfer and assign unto Southpaw Credit Opportunity Master Fund LP its successors and assigns (the "Buyer"), all rights, title, interest, claims and causes of action in and to, or arising under or in connection with Claim Nos. 7390 and 9006 in the amount of **\$17,367,527.47** (the "Claim") against Circuit City Stores, Inc. (the "Debtor"), one of the debtors in the Chapter 11 bankruptcy case entitled In re: Circuit City Stores, Inc., et al., Case No. 08-35653 (Jointly Administered), pending in the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division (the "Bankruptcy Court") and all proofs of claim filed by Seller in respect thereof.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.


You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

*(The remainder of this page has been intentionally left blank)*

*(Signature page to follow)*

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated March 30, 2010.

**OLYMPUS CORPORATION  
AND  
OLYMPUS IMAGING AMERICA INC.**

By:   
Name: Kari Watanabe  
Title: Treasurer

**SOUTHPAW CREDIT  
OPPORTUNITY MASTER FUND LP**

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Howard Golden, Managing Member  
of General Partner-Southpaw GP LLC